

Atty. Dkt. No. 035905-0103

DECLARATION AND POWER OF ATTORNEY

As a below named inventor, I HEREBY DECLARE:

THAT my residence, post office address, and citizenship are as stated below next to my name;

THAT I believe I am the original, first, and sole inventor (if only one inventor is named below) or an original, first, and joint inventor (if plural inventors are named below or in an attached Declaration) of the subject matter which is claimed and for which a patent is sought on the invention entitled

**NONVOLATILE MEMORY ON SOI AND COMPOUND SEMICONDUCTOR SUBSTRATES AND
METHOD OF FABRICATION**

(Attorney Docket No. 035905-0103)

the specification of which (check one)

 X is attached hereto.

THAT I do not know and do not believe that the same invention was ever known or used by others in the United States of America, or was patented or described in any printed publication in any country, before I (we) invented it;

THAT I do not know and do not believe that the same invention was patented or described in any printed publication in any country, or in public use or on sale in the United States of America, for more than one year prior to the filing date of this United States application;

THAT I do not know and do not believe that the same invention was first patented or made the subject of an inventor's certificate that issued in any country foreign to the United States of America before the filing date of this United States application if the foreign application was filed by me (us), or by my (our) legal representatives or assigns, more than twelve months (six months for design patents) prior to the filing date of this United States application;

THAT I have reviewed and understand the contents of the above-identified specification, including the claim(s), as amended by any amendment specifically referred to above;

THAT I believe that the above-identified specification contains a written description of the invention, and of the manner and process of making and using it, in such full, clear, concise, and exact terms as to enable any person skilled in the art to which it pertains, or with which it is most nearly connected, to make and use the invention, and sets forth the best mode contemplated by me of carrying out the invention; and

THAT I acknowledge the duty to disclose to the U.S. Patent and Trademark Office all information known to me to be material to patentability as defined in Title 37, Code of Federal Regulations, §1.56.

I HEREBY CLAIM foreign priority benefits under Title 35, United States Code §119(a)-(d) or § 365(a) of any foreign application(s) for patent or inventor's certificate, or §365(a) of any PCT international application which designated at least one country other than the United States of America, listed below and have also identified below any foreign application for patent or inventor's certificate or any PCT international application having a filing date before that of the application on which priority is claimed.

09927642.081301

Atty. Dkt. No. 035905-0103

Prior Foreign Application Number	Country	Foreign Filing Date	Priority Claimed?	Certified Copy Attached?

I HEREBY CLAIM the benefit under Title 35, United States Code § 119(c) of any United States provisional application(s) listed below.

U.S. Provisional Application Number	Filing Date

I HEREBY CLAIM the benefit under Title 35, United States Code, §120 of any United States application(s), or § 365(c) of any PCT international application designating the United States of America, listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States or PCT International application in the manner provided by the first paragraph of Title 35, United States Code, § 112, I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, § 1.56 which became available between the filing date of the prior application and the national or PCT international filing date of this application.

U.S. Parent Application Number	PCT Parent Application Number	Parent Filing Date	Parent Patent Number
09/814,727		March 21, 2001	
09/560,626		April 28, 2000	

I HEREBY APPOINT the following registered attorneys and agents of the law firm of FOLEY & LARDNER:

STEPHEN A. BENT	Reg. No. 28,788
DAVID A. BLUMENTHAL	Reg. No. 26,257
BETH A. BURROUS	Reg. No. 35,037
ALAN I. CANTOR	Reg. No. 28,163
WILLIAM T. ELLIS	Reg. No. 26,874
JOHN J. FELDHAUS	Reg. No. 28,822
MICHAEL D. KAMINSKI	Reg. No. 32,904
LYLE K. KIMMS	Reg. No. 34,079
KENNETH E. KROSIN	Reg. No. 25,735
JOHNNY A. KUMAR	Reg. No. 34,549
JACK LAHR	Reg. No. 19,621
GLENN LAW	Reg. No. 34,371
PETER G. MACK	Reg. No. 26,001
STEPHEN B. MAEBIUS	Reg. No. 35,264
BRIAN J. MCNAMARA	Reg. No. 32,739
SYBIL MELOY	Reg. No. 22,749
RICHARD C. PEET	Reg. No. 35,762
GEORGE E. QUILLIN	Reg. No. 32,792
ANDREW E. RAWLINS	Reg. No. 34,702
BERNHARD D. SAXE	Reg. No. 28,665

Atty. Dkt. No. 035905-0103

CHARLES F. SCHILL	Reg. No. 27,590
RICHARD L. SCHWAAB	Reg. No. 25,479
MICHELE M. SIMKIN	Reg. No. 34,717
HAROLD C. WEGNER	Reg. No. 25,258

along with the following registered attorneys and agents of Matrix Semiconductor, Inc.:

Liza K. Toth	Reg. No. 31,065
--------------	-----------------

to have full power to prosecute this application and any continuations, divisions, reissues, and reexaminations thereof, to receive the patent, and to transact all business in the United States Patent and Trademark Office connected therewith.

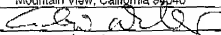
I request that all correspondence be directed to:

Harold C. Wegner
 FOLEY & LARDNER
 Washington Harbour
 3000 K Street, N.W., Suite 500
 Washington, D.C. 20007-5109

Telephone: (202) 672-5300
 Facsimile: (202) 672-5399

I UNDERSTAND AND AGREE THAT the foregoing attorneys and agents appointed by me to prosecute this application do not personally represent me or my legal interests, but instead represent the interests of the legal owner(s) of the invention described in this application.

I FURTHER DECLARE THAT all statements made herein of my own knowledge are true, and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Name of first inventor	Andrew J. Walker
Residence	1638 Cornell Drive Mountain View, California 94040
Citizenship	United Kingdom
Post Office Address	1638 Cornell Drive Mountain View, California 94040
Inventor's signature	
Date	08/10/2001

0922642-081301

Atty. Dkt. No. 035905-0103

Name of second inventor	Mark G. Johnson
Residence	125 Arbuelo Way Los Altos, California 94022
Citizenship	U.S.A.
Post Office Address	125 Arbuelo Way Los Altos, California 94022
Inventor's signature	<i>Mark G. Johnson</i>
Date	<i>10 Aug 2001</i>
Name of third inventor	N. Johan Knall
Residence	1055 Westchester Dr. Sunnyvale, CA 94087
Citizenship	Sweden
Post Office Address	1055 Westchester Dr. Sunnyvale, CA 94087
Inventor's signature	<i>N. Johan Knall</i>
Date	<i>8-13-01</i>
Name of fourth inventor	Igor G. Kouznetsov
Residence	2200 Monroe Street, #1506 Santa Clara, California 95050
Citizenship	Russia
Post Office Address	2200 Monroe Street, #1506 Santa Clara, California 95050
Inventor's signature	<i>Igor G. Kouznetsov</i>
Date	<i>August 10, 2001</i>
Name of fifth inventor	Christopher J. Petti
Residence	660 Sierra Avenue Mountain View, California 94041
Citizenship	U.S.A.
Post Office Address	660 Sierra Avenue Mountain View, California 94041
Inventor's signature	<i>Christopher J. Petti</i>
Date	<i>Aug 10, 2001</i>